

**ANCHORAGE OPERA GUILD
BYLAWS**

Article I – Name

The name of this organization shall be the Anchorage Opera Guild.

Article II – Object

The Guild is a non-profit organization supporting opera and opera appreciation in Anchorage through social, educational, and fund-raising activities.

Article III – Membership

Section 1. Qualifications: Membership shall be open to any person who is interested in and subscribes to the objects of the Guild.

Section 2. Membership Year: The membership year shall be from July 1 through June 30 of the following year. Only current members may vote and hold office.

Section 3. Dues: Annual membership dues will be set by the Board of directors. Dues structure will be reviewed annually at a spring Board meeting.

Article IV – Board of Directors

The Board of Directors shall be composed of twelve (12) members composed of two classes of six (6), serving staggered two (2) year terms. Initial or any subsequent Board classifications shall be determined by drawing of lots. All members of the Board of Directors shall have voting privileges, except the President. The President may vote to make or break a tie. Any Board member missing more than two (2) consecutive Board meeting, except for extraordinary circumstances, may be asked to forfeit his/her Board position.

Article V – Officers

Section 1. The officers of this organization, chosen from among the board, shall be President, Vice president, Secretary, Treasurer and Volunteer Coordinator, who comprise the Executive Committee. The board members shall choose the Executive Committee amongst themselves annually.

Section 2. The duties of the officers are:

- A. President: Shall preside at all general membership, Board of Directors, and Executive Committee meetings; lead discussions, assist all officers in the performance of their duties; serve as ex-officio member on all committees, appoint with Board approval Chairpersons of all committees; and serve as advisor to the Guild in the year immediately following his/her term of office.
- B. Vice President: Shall assume the duties of the President in the absence of the President and chair the Nominating Committee.
- C. Immediate Past President: Shall serve as advisor to the Guild in the year immediately following his/her term of office.

- D. Secretary: Shall take minutes of all Board of Directors and general membership meetings and mail copies of minutes of Board of Directors' meetings to individual members of that body in advance of the next meeting. Shall maintain a record of all committee and treasurer reports that are filed with him/her.
- E. Treasurer: Shall accept annual dues; pay bills upon receipt of statements; be responsible for all monies, and prepare a monthly report of all transactions to be presented at each business meeting of the Guild. Accounts shall be audited by an Audit Committee composed of two Guild members just prior to being turned over to a successor.
- F. Volunteer Coordinator: Shall be the single-point contact for all volunteer work Guild members perform and will monitor volunteer involvement for all staff, Guild, and Opera Board activities.

Section 3. Election and Terms of Office:

- A. Nominations: A Nominating Committee of five members shall prepare a slate of nominees for positions on the Board of Directors. This committee shall be chaired by the Vice President, and two members shall be selected from the Board of Directors and two from the general membership. A slate of proposed Board of Directors shall be presented and voted on at the spring general membership meeting. Nominations may be made from the floor at that time. Consent of all nominees must be obtained before their names are submitted.
- B. Term of Office: Term of office shall be for one year. No member shall hold the same office for more than two (2) consecutive years, or serve on the Board in any capacity for more than three (3) consecutive full terms unless no other member is willing to take office. The new Board of Directors shall be installed at the end of the June Board meeting.
- C. Vacancies: In the event an officer must resign before his/her term expires, the Board of Directors shall fill the office by appointment, except in the case of the office of President, which shall be filled automatically by the Vice President.

Article VI – Meetings

Board of Directors meetings shall be held each month throughout the year at times and places established by the Board. General meetings shall be held at times determined by the Board. Fifty-one (51) percent of the Board of Directors and ten (10) percent of the general membership shall constitute quorums for their respective meetings. A current edition of Roberts Rules of Order will govern anything not covered by these bylaws. The Board may appoint a parliamentarian as needed.

Article VII – Standing Committees

Section 1. Committees necessary to conduct the business of the Anchorage Opera Guild shall be determined by the Board of Directors. Committee members may be appointed from within the Board or the general membership.

Section 2. Committees may be created or eliminated by the Board of Directors to meet the annual needs as they see fit. Activities requiring committees may include: Communications, Dinner Opera, Membership, Programs, and Hospitality.

Section 3. The duties of all committees shall be determined by the Board of Directors and detailed in writing.

Article VIII - Dissolution of Organization

Upon the dissolution of the Anchorage Opera Guild the disposition of net proceeds from charitable gaming

conducted under AS OS. 15 will go to a permittee, other than a multiple-beneficiary permittee.

Article IX – Amendments

These Bylaws may be amended by a simple majority at any general membership meeting provided written notice of the proposed amendment(s) shall have been mailed to all members twenty (20) days prior to the meeting, counting from the date the notice is mailed.

Bylaws revised December 12, 2002 by vote at the December general membership meeting.

Bylaws revised May 28, 2009 by vote at the Spring general membership meeting.

Bylaws revised December 2, 2010 by vote at the December general membership meeting.